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BY W DEPUTY
CASE NO. 96-40582-DRS
CHAPTER 7

2025

67

**UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

IN RE	§	
Incentive Services & Products	§	
Replacement Corp. fka Reclaim, Inc.	§	CASE NO. 96-40582-DRS
	§	CHAPTER 7
DEBTOR(S).	§	

**TRUSTEE'S FINAL REPORT, APPLICATION FOR COMPENSATION AND
APPLICATION TO CLOSE CASE AND DISCHARGE TRUSTEE**

The Trustee of the estate presents the following Final Report:

1. The Trustee applies for commissions and expenses set forth in Schedule A and states: That they are reasonable and proper, that in the course of the performance of duties, the Trustee has advanced monies from personal funds for expenses, and that the Trustee has not been reimbursed or indemnified.
2. The Trustee submits Form I as a summary of the assets and an estate record. Any property scheduled under 11 U.S.C. §521(1) and not administered shall be deemed abandoned pursuant to 11 U.S.C. §554(c).
3. The Trustee has reduced all assets of this estate to cash or otherwise lawfully disposed of them and the estate is ready to be closed.
4. The Trustee submits Form II as the account of the estate cash receipts and disbursements.
5. There is no agreement or understanding between the Trustee and any other person for a division of the compensation sought by this application except as permitted by the Bankruptcy Code.
6. The Trustee requests approval of this Final Report.
7. The Trustee has examined each and every claim filed and noted his approval of claims as filed, or he has filed objections to allowances or requests for reclassification.

**TRUSTEE'S FINAL REPORT, APPLICATION FOR COMPENSATION
AND APPLICATION TO CLOSE CASE AND DISCHARGE TRUSTEE - Page 1**

8. The Trustee further requests that after final distribution of all monies in accordance with the Trustee's Report of Final Distribution, and upon filing of a Supplemental Final Report and Account and certification by the U.S. Trustee, the Trustee be discharged from office and the case be closed.

I declare under penalty of perjury that this report and attached Schedules are true and correct to the best of my knowledge.

DATED: April 27, 2000.



MARK A. WEISBART, CHAPTER 7 TRUSTEE

TRUSTEE'S FINAL REPORT CASE SUMMARY

WEISBART

CASE NAME: INCENTIVE SERVICES & PRODUCT REPL. CORP

CASE NUMBER: 96-40582

DATE UST APPROVED: 05-19-00

COMMENTS:

ESTATE INCOME:

TOTAL RECEIPTS: \$15,451.92 100.00%

ESTATE EXPENSES:			
TRUSTEE'S COMMISSION	2,295.19	14.85%	
TRUSTEE'S EXPENSES	303.10	1.96%	
FIRM'S PROFESSIONAL FEES	3,836.48	24.83%	
FIRM'S PROFESSIONAL EXPENSES	0.00	0.00%	
OTHER ATTORNEY FEES	0.00	0.00%	
OTHER PROFESSIONAL FEES	610.00	3.95%	
COURT COSTS	0.00	0.00%	
ESTATE EXPENSES(TAXES, ETC)	0.00	0.00%	
PRIOR CHAPTER COSTS	0.00	0.00%	
SECURED CLAIMS PAID	0.00	0.00%	
PRIORITY CLAIMS PAID	0.00	0.00%	
UNSECURED CLAIMS PAID	8,407.15	54.41%	
OTHER(RETURN TO DEBTOR, ETC)	0.00	0.00%	



UNSECURED CLAIMS ALLOWED 1,015,264.29

UNSECURED CLAIMS PAID 0.00

PERCENT RECOVERED FOR UNSECURED 0.00%

FORM 1

INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT

Page: 1

ASSET CASES

Case No: 96-40582 DRS Judge: Donald R. Sharp
 Case Name: Incentive Services & Products
 Replacement Corp. fka Reclaim, Inc.
 For Period Ending: 04/24/00

Trustee Name: Mark A. Weisbart, Trustee
 Date Filed (f) or Converted (c): 03/04/96 (f)
 341(a) Meeting Date: 05/03/96
 Claims Bar Date: 09/17/96

1	2	3	4	5	6	7	8
Asset Description (Scheduled and Unscheduled (u) Property)	Petition/ Unscheduled Values	Est Net Value (Value Determined by Trustee, Less Liens, Exemptions, and Other Costs)	Property Abandoned OA=554(a) DA=554(c)	Sale/Funds Received by the Estate	Asset Fully Administered (FA)/ Gross Value of Remaining Assets	Lien Amount	Exempt Amount
1. Litigation Possible claim against principal of Debtor and/or LKQ Investments for recovery of assets transferred prior to bankruptcy.	0.00	15,000.00		15,000.00	FA		
2. Post-Petition Interest Deposits (u)	Unknown	414.32		414.32	FA		
3. Interest Interest from beginning of case through 11/30/98	0.00	37.60		37.60	FA		
TOTALS (Excluding Unknown Values)	\$0.00	\$15,451.92		\$15,451.92	Gross Value of Remaining Assets \$0.00		
					(Total Dollar Amount in Column 6)		

Major activities affecting case closing which are not reflected above, and matters pending, date of hearing or sale, and other action:

Initial Projected Date of Final Report (TFR): 12/31/99

Current Projected Date of Final Report (TFR): 04/30/00

FORM 2

ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Page: 1

Case No: 96-40582 DRS
Case Name: Incentive Services & Products
Replacement Corp. fka Reclaim, Inc.
Taxpayer ID No: 75-2365951
For Period Ending: 04/24/00

Trustee Name: Mark A. Weisbart, Trustee
Bank Name: Bank of America
Account Number: 3753819901 GENERAL SAVINGS

Blanket Bond (per case limit): \$ 300,000.00
Separate Bond (if applicable):

1 Transaction Date	2 Check or Reference	3 Paid To / Received From	4 Description Of Transaction	5 Deposits (\$)	6 Disbursements (\$)	7 Account Balance (\$)
08/21/98	1	C.L. Nathanson 3816 Cross Bend Road Plano, Texas 75023	Settlement From Debtor	5,000.00		5,000.00
08/31/98		Bank of America	INTEREST REC'D FROM BANK	2.88		5,002.88
09/30/98		Bank of America	INTEREST REC'D FROM BANK	12.35		5,015.23
10/30/98		NATIONSBANK	INTEREST REC'D FROM BANK	11.69		5,026.92
11/30/98		NationsBank, N.A.	INTEREST REC'D FROM BANK	10.68		5,037.60
12/11/98	1	C. L. Nathanson	Settlement From Debtor	5,000.00		10,037.60
12/31/98	2	NationsBank, N.A.	INTEREST REC'D FROM BANK	16.53		10,054.13
01/29/99	2	NationsBank, N.A.	INTEREST REC'D FROM BANK	19.99		10,074.12
02/26/99	2	NationsBank, N.A.	INTEREST REC'D FROM BANK	19.34		10,093.46
03/31/99	2	NationsBank, N.A.	INTEREST REC'D FROM BANK	22.84		10,116.30
04/30/99	2	NationsBank, N.A.	INTEREST REC'D FROM BANK	20.81		10,137.11
05/28/99	2	NationsBank, N.A.	INTEREST REC'D FROM BANK	19.46		10,156.57
06/30/99	2	NationsBank, N.A.	INTEREST REC'D FROM BANK	21.73		10,178.30
07/23/99	1	CL Nathanson 3816 Cross Bend Rd. Plano, TX 75023	Litigation Claim; Settlement	5,000.00		15,178.30
07/30/99	2	NationsBank, N.A.	INTEREST REC'D FROM BANK	21.29		15,199.59
08/31/99	2	NationsBank, N.A.	INTEREST REC'D FROM BANK	31.35		15,230.94
09/30/99	2	NationsBank, N.A.	INTEREST REC'D FROM BANK	29.45		15,260.39
10/29/99	2	NationsBank, N.A.	INTEREST REC'D FROM BANK	28.52		15,288.91
11/30/99	2	NationsBank, N.A.	INTEREST REC'D FROM BANK	31.53		15,320.44
12/31/99	2	NationsBank, N.A.	INTEREST REC'D FROM BANK	30.61		15,351.05
01/31/00	2	NationsBank, N.A.	INTEREST REC'D FROM BANK	30.59		15,381.64
02/29/00	2	Bank of America	INTEREST REC'D FROM BANK	28.67		15,410.31
03/31/00	2	Bank of America	INTEREST REC'D FROM BANK	30.70		15,441.01
04/12/00	2	Bank of America	INTEREST REC'D FROM BANK	10.91		15,451.92
04/12/00		Transfer to acct #3753820628	Final Posting Transfer		15,451.92	0.00

Page Subtotals

15,451.92

15,451.92

Case No: 96-40582 DRS
Case Name: Incentive Services & Products
Replacement Corp. fka Reclaim, Inc.
Taxpayer ID No: 75-2365951
For Period Ending: 04/24/00

FORM 2
ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Trustee Name: Mark A. Weisbart, Trustee
Bank Name: Bank of America
Account Number: 3753819901 GENERAL SAVINGS

Blanket Bond (per case limit): \$ 300,000.00
Separate Bond (if applicable):

Market Bond (per case limit): \$ 300,000.00						
Separate Bond (if applicable):						
1	2	3	4	5	6	7
Transaction Date	Check or Reference	Paid To / Received From		Description Of Transaction		
				Deposits (\$)	Disbursements (\$)	Account Balance (\$)
COLUMN TOTALS				15,451.92	15,451.92	0.00
Less: Bank Transfers				0.00	15,451.92	
Subtotal						
Less: Payments to Debtors				15,451.92	0.00	
Net					0.00	
				15,451.92	0.00	

FORM 2

ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Page: 3

Case No: 96-40582 DRS
Case Name: Incentive Services & Products
Replacement Corp. fka Reclaim, Inc.
Taxpayer ID No: 75-2365951
For Period Ending: 04/24/00

Trustee Name: Mark A. Weisbart, Trustee
Bank Name: Bank of America
Account Number: 3753820628 GENERAL CHECKING

Blanket Bond (per case limit): \$ 300,000.00
Separate Bond (if applicable):

1 Transaction Date	2 Check or Reference	3 Paid To / Received From	4 Description Of Transaction	5 Deposits (\$)	6 Disbursements (\$)	7 Account Balance (\$)
04/12/00		Transfer from Acct #3753819901	Transfer In From MMA Account	15,451.92		15,451.92
04/12/00	000101	Mark A. Weisbart 5950 Sherry Lane, #222 Dallas, TX 75225			3,836.48	11,615.44
04/12/00	000102	Mulloy & Co. 17311 Dallas Pkwy. #173 Dallas, TX 75248			610.00	11,005.44

COLUMN TOTALS 15,451.92 4,446.48 11,005.44
Less: Bank Transfers 0.00
Subtotal 4,446.48
Less: Payments to Debtors 0.00
Net 4,446.48

TOTAL - ALL ACCOUNTS
GENERAL SAVINGS - 3753819901
GENERAL CHECKING - 3753820628

NET DEPOSITS	DISBURSEMENTS	ACCOUNT BALANCE
15,451.92	0.00	0.00
0.00	4,446.48	11,005.44
15,451.92	4,446.48	11,005.44

Page Subtotals

15,451.92

4,446.48

SCHEDULE A-1

FINAL ACCOUNT AS OF April 24, 2000

A. RECEIPTS \$15,451.92

B. DISBURSEMENTS

(1) Secured Creditors	\$ + <u>0.00</u>
(2) Administrative	\$ +4,446.48
(3) Priority	\$ + <u>0.00</u>
(4) Other	\$ + <u>0.00</u>

TOTAL DISBURSEMENTS \$4,446.48

CURRENT BALANCE \$11,005.44

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS

form.bill

In Re:

Case No: 96-40582 drs

Incentives Services & Products Replaceme

Chapter: 7

FILED
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS

Debtor(s)

MAR 28 2000

BILL OF COURT COSTS

CLERK, U.S. BANKRUPTCY COURT
BY: DEPUTY

A.M.
P.M.

To: Mark A. Weisbart
5950 Sherry Lane, Suite 222
Dallas, TX 75225

Notice is hereby given that court costs (and deferred adversary filing fees, if applicable) are due and owing, pursuant to 28 USC Section 1930, in the above case in the amount of **\$0.00**.

These costs are itemized as follows:

NOTICES

\$.25 per notice in excess of 50 notices mailed prior to 1/1/87. **\$0.00**

\$.50 per notice for all notices mailed 1/1/87 between 1/1/98. **\$0.00**

NOTE: For Chapter 7 cases filed after 12/1/92, there will be NO NOTICE FEES.
(Do Not Bill for \$.50 per notice)

NOTE: For all other chapters filed after 1/1/98, there will be NO NOTICE FEES. (Do Not Bill for \$.50 per notice)

PROCESSING CLAIMS

NOTE: Eliminated is the fee of \$.25 for clerical processing of each claim in excess of 10 in cases filed under the Act or Code.

DEFERRED ADVERSARY FILING FEES

0 Chapter 7 Adversary Proceeding filed @ \$120.00/150.00 each. **\$0.00**

NOTE: For all Adversary Proceedings filed after 12/18/96 the filing fee is \$150.00.

TOTAL AMOUNT DUE **\$0.00**

Check to be made payable to Clerk, U.S. Bankruptcy Court

Date: March 28, 2000

JAMES D. TOKOPH
Clerk of Court

By:

L. Carter

Deputy Clerk

NOTE: For Chapter 11 Cases Only: Court costs are due on or before the confirmation hearing. The Judge will confirm that these cases have been paid at the hearing.

Compensation and Expenses Worksheet

Case Number: 96-40582 DRS

Debtor: Incentive Services & Products

1. COMPUTATION OF COMPENSATION

Total disbursements to other than the debtor are:

Pursuant to 11 U.S.C. § 326, compensation is computed as follows: \$15,451.92

		\$15,451.92	25% of First \$5,000	\$1,250.00
Less	-	\$5,000.00	(\$1,250 Maximum)	
	Balance	\$10,451.92	10% of Next \$45,000	\$1,045.19
Less	-	\$10,451.92	(\$4,500 Maximum)	
	Balance	\$0.00	5% of Next \$950,000	\$0.00
Less	-	\$0.00	(\$47,500 Maximum)	
	Balance	\$0.00	3% of Balance	\$0.00

TOTAL COMPENSATION CALCULATED:

\$2,295.19

Less Previously Paid Compensation:

\$0.00

TOTAL COMPENSATION REQUESTED:

\$2,295.19

2. TRUSTEE EXPENSES

The Trustee has incurred the following expenses:

08/21/98	PARA: Paralegal Expense 0.3 @ 65.00	\$19.50
	Open bank account and prepare initial deposit.	
11/15/98	PARA: Paralegal Expense 0.2 @ 65.00	\$13.00
	Balance bank statements	
12/11/98	PARA: Paralegal Expense 0.2 @ 65.00	\$13.00
	Prepare deposit	
04/15/99	PARA: Paralegal Expense 0.2 @ 65.00	\$13.00
	Balance bank statements	
07/23/99	PARA: Paralegal Expense 0.2 @ 65.00	\$13.00
	Prepare deposit	
08/15/99	PARA: Paralegal Expense 0.2 @ 65.00	\$13.00
	Balance bank statements	
12/08/99	PACER: PACER claims (imported) 1 @ 0.60	\$0.60
12/15/99	PARA: Paralegal Expense 0.2 @ 65.00	\$13.00
	Balance bank statements	
04/24/00	COPY: Photocopy/Duplication Expense 250 pages @ 0.20 / page	\$50.00
	Copy final report, supplemental final report and bank statements	

Compensation and Expenses Worksheet

Case Number: 96-40582 DRS

Debtor: Incentive Services & Products

04/24/00	PARA: Paralegal Expense 2 @ 65.00	\$130.00
	Prepare final report and supplemental final report	
04/24/00	POST: Postage 1 charge @ 25.00 / charge	\$25.00
	Mail out final report, distribution checks and supplemental final report.	

Expense Summary

COPY: Photocopy/Duplication Expense 250 pages @ 0.20 / page	\$50.00
PACER: PACER claims (imported) 1 @ 0.60	\$0.60
PARA: Paralegal Expense 3.5 @ 65.00	\$227.50
POST: Postage 1 charge @ 25.00 / charge	\$25.00

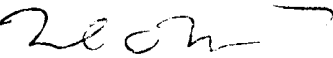
TOTAL EXPENSES CALCULATED:	\$303.10
Less Previously Paid Expenses:	\$0.00

TOTAL EXPENSES REQUESTED:	\$303.10
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TOTAL EXPENSES AND COMPENSATION REQUESTED:	\$2,598.29
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DATED: 04/24/00

SIGNED



TRUSTEE: Mark A. Weisbart, Trustee
5950 Sherry Lane, Suite 222
Dallas, TX 75225

SCHEDULE B

APPLICATION FOR COMPENSATION

COMPUTATION OF COMMISSIONS (cases filed after 10/94)

Total Receipts	<u>\$15,451.92</u>		<u>\$15,451.92</u>
Less	-5,000.00	25% of First \$5,000 (\$1,250 Maximum)	<u>\$1,250.00</u>
Balance	<u>\$10,451.92</u>	10% of Next \$45,000 (\$4,500 Maximum)	<u>\$1,045.19</u>
Less	-45,000.00	5% of Next \$950,000 (\$47,500 Maximum)	<u>\$0.00</u>
Balance	<u>\$0.00</u>	3% of Balance	<u>\$0.00</u>
Less	-950,000.00		
Balance	<u>0.00</u>		
TOTAL COMMISSION			<u>\$2,295.19</u>

UNREIMBURSED EXPENSES

Photocopy/Duplication Expense	<u>\$50.00</u>
PACER claims (imported)	<u>\$0.60</u>
Paralegal Expense	<u>\$227.50</u>
Postage	<u>\$25.00</u>
TOTAL UNREIMBURSED EXPENSES	<u>\$303.10</u>

Records:

Trustee did not take possession of business or personal records of the debtor.

 X

Notice of intent to abandon books and records of debtor filed on

SCHEDULE C

EXPENSES OF ADMINISTRATION

	(1) Amount Claimed	(2) Amount Allowed	(3) Previously Paid	(4) Due
	\$	\$	\$	\$
1. 11 U.S.C. Sec.507(a)(1) <u>Court Costs and Fees</u>	0.00	0.00	0.00	0.00
2. 11 U.S.C. Sec.503(b)(1)(A) <u>Preservation of estate</u>	0.00	0.00	0.00	0.00
A. Transportation	0.00	0.00	0.00	0.00
B. Storage	0.00	0.00	0.00	0.00
C. Wages	0.00	0.00	0.00	0.00
D. Estate Share FICA	0.00	0.00	0.00	0.00
E. Insurance	0.00	0.00	0.00	0.00
F. Upkeep	0.00	0.00	0.00	0.00
G. Others (itemize)	0.00	0.00	0.00	0.00
3. 11 U.S.C. Sec. 503(b)(2) <u>Post-Petition taxes and related penalties</u>	0.00	0.00	0.00	0.00
4. 11 U.S.C. Sec. 503(b)(2) <u>Compensation and Reimbursement</u>				
A.Compensation of Trustee	2,295.19	2,295.19	0.00	2,295.19
B.Expenses of Trustee	303.10	303.10	0.00	303.10
C.Compensation of Attorney to Trustee	3,836.48	3,836.48	3,836.48	0.00
D.Compensation of Accountant	610.00	610.00	610.00	0.00
5. Court Special Charges (Excess Notices)	0.00	0.00	0.00	0.00
6. U.S. Trustee fees	0.00	0.00	0.00	0.00
7. Other (list)	0.00	0.00	0.00	0.00
TOTALS:	<u>\$7,044.77</u>	<u>\$7,044.77</u>	<u>\$4,446.48</u>	<u>\$2,598.29</u>

SCHEDULE C-2

Expenses incurred in connection with the sale of real property	\$0.00
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<u>Title Insurance Policy</u>	<u>\$0.00</u>
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<u>Escrow Fee</u>	<u>\$0.00</u>
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<u>Realtor's Fee</u>	<u>\$0.00</u>
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<u>Filling Fee</u>	<u>\$0.00</u>	<u>\$0.00</u>
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SCHEDULE D

SECURED CLAIMS

Claim No.	Amount Claimed	Amount Not Determined	Amount Allowed	Previously Paid	Due
_____	_____	_____	_____	_____	_____

IDENTIFICATION OF SECURED PARTIED AFFECTED:

Claim No.	Name of Creditor	Claim No.	Name of Creditor
_____	_____	_____	_____

SCHEDULE E

**PRIORITY CLAIMS OTHER THAN ADMINISTRATIVE EXPENSES IN THE
FOLLOWING ORDER OF PRIORITY**

	(1) Amount Claimed	(2) Amount Allowed	(3) Previously Paid	(4) Due
	\$	\$	\$	\$
1. For Credit extended Sec. 364(a)(1)	0.00	0.00	0.00	0.00
2. Claims from failure of "adequate protection" Sec. 307(a)(b)	0.00	0.00	0.00	0.00
3. "Gap Claims" Sec. 507(a)(2)	0.00	0.00	0.00	0.00
4. Wages, etc. Sec. 507(a)(3)	0.00	0.00	0.00	0.00
5. Contributions to benefit plans Sec. 507(a)(4)	0.00	0.00	0.00	0.00
6. Consumer deposits Sec. 507(a)(6)	0.00	0.00	0.00	0.00
7. Alimony/Child Support Sec. 507(a)(7)	0.00	0.00	0.00	0.00
8. Taxes Sec. 507(a)(8)	143,198.41	143,198.41	0.00	8,407.15
9. Other: No Basis				
TOTALS:	<u>\$143,198.41</u>	<u>\$143,198.41</u>	<u>\$0.00</u>	<u>\$8,407.15</u>

PRIORITY PARTIES AFFECTED:

Claim No.	Name of Creditor	Claim No.	Name of Creditor
00023B	DEPARTMENT OF THE TREASURY/IRS	00041	TEXAS COMPTROLLER OF PUBLIC ACCOU

FILED UNSECURED CLAIMS TOTAL: \$1,015,264.29
SUBORDINATE UNSECURED CLAIM: \$

EXHIBIT A
ANALYSIS OF CLAIMS REGISTER

Case Number: 96-40582

Debtor Name: Incentive Services & Products

Page 1

Claim Class Sequence

Date: April 28, 2000

Code #	Creditor Name & Address	Claim Class	Notes	Amount Allowed	Paid to Date	Claim Balance
0 221 223	Mulloy & Co. 17311 Dallas Pkwy. #173 Dallas, TX 75248	Administrative	Fees \$540 Exp. \$70	\$610.00	\$610.00	\$0.00
0 221 222	Mark A. Weisbart 5950 Sherry Lane, #222 Dallas, TX 75225	Administrative	Fees \$3,000 Exp. \$836.48	\$3,836.48	\$3,836.48	\$0.00
00011 350 350	TEXAS COMPTROLLER OF PUBLIC ACCOU C/O OFFICE OF THE ATTORNEY GENERA COLLECTION DIVISION - BANKRUPTCY P. O. BOX 12548 AUSTIN, TX 78711-2548	Priority	Order disallowing	\$0.00	\$0.00	\$0.00
00023B 350 350	DEPARTMENT OF THE TREASURY/IRS 1100 COMMERCE ST., RM. 9A20 STOP 5026 DAL DALLAS, TX 75242	Priority		\$13,418.19	\$0.00	\$13,418.19
00039B 350 350	DEPARTMENT OF THE TREASURY/IRS 1100 COMMERCE ST., ROOM 9A20 STOP 5029 DAL DALLAS, TX 75242	Priority	Order disallowing	\$0.00	\$0.00	\$0.00
00041 350 350	TEXAS COMPTROLLER OF PUBLIC ACCOU C/O OFFICE OF THE ATTORNEY GENERA COLLECTION DIVISION - BANKRUPTCY P. O. BOX 12548 AUSTIN, TX 78711-2548	Priority	Order allowing as an unsecured priority claim only	\$129,780.22	\$0.00	\$129,780.22
00001 400 400	SUMNER GROUP, INC. DBA DATAMAX OFFICE SYSTEMS 2121 HAMPTON AVENUE ST. LOUIS, MO 63139	Unsecured	g	\$117.86	\$0.00	\$117.86
00002 400 400	AVIS RENT A CAR SYSTEM, INC. 229 ROBINHOOD RD. CHESAPEAKE, VA 23320	Unsecured	g	\$2,344.54	\$0.00	\$2,344.54
00003 400 400	MOUNTAIN WEST DISTRIBUTORS, INC. Attn: Lexie 2560 South, 300 West P O Box 651236 Salt Lake City, UT 84115	Unsecured	g	\$16,715.08	\$0.00	\$16,715.08
00004 400 400	KEIF'S AUDIO/VIDEO, INC. P.O. BOX 2 (66044) 2429 IOWA ST. LAWRENCE, KS 66046	Unsecured	g	\$9,160.97	\$0.00	\$9,160.97
00005 400 400	G. NEIL COMPANIES P.O. BOX 451179 SUNRISE, FL 33345-1179	Unsecured	g	\$91.54	\$0.00	\$91.54

EXHIBIT A
ANALYSIS OF CLAIMS REGISTER

Case Number: 96-40582

Debtor Name: Incentive Services & Products

Page 2

Claim Class Sequence

Date: April 28, 2000

Code #	Creditor Name & Address	Claim Class	Notes	Amount Allowed	Paid to Date	Claim Balance
00006 400 400	MITSUBISHI ELECTRONICS AMERICA, I c/o Robert Beatty 2200 Ross Av. #2200 Dallas, TX 75201	Unsecured	g	\$175,643.30	\$0.00	\$175,643.30
00007 400 400	MERISEL, INC. 293 Boston Post Rd. Marlborough, MA 01752	Unsecured	g	\$34,570.95	\$0.00	\$34,570.95
00009 400 400	DIXIE SHOOTERS SUPPLY C/O AMERICAN CREDIT INDEMNITY 100 E. PRATT ST., 5TH FLOOR BALTIMORE, MD 21202	Unsecured	g	\$3,226.57	\$0.00	\$3,226.57
00010 400 400	B. A. PARGH COMPANY, INC. C/O JOHN A. DANIEL 900 JACKSON ST., SUITE 750 DALLAS, TX 75202	Unsecured	g	\$6,460.12	\$0.00	\$6,460.12
00012 400 400	P. C. SPECIALISTS, INC. C/O DONALD R. RECTOR, ESQ. GLAST, PHILLIPS & MURRAY, P.C. 13355 NOEL ROAD, SUITE 2200, L.B. DALLAS, TX 75240-6657	Unsecured	g	\$190,463.54	\$0.00	\$190,463.54
00013 400 400	PREMIUM INCENTIVE SALES, INC. 7108 S. ALTON WAY #1 ENGLEWOOD, CO 80112	Unsecured	g	\$2,298.22	\$0.00	\$2,298.22
00014 400 400	ELLETT BROTHERS, INC. P. O. BOX 128 267 COLUMBIA AVE. CHAPIN, SC 29036	Unsecured	g	\$2,089.50	\$0.00	\$2,089.50
00015 400 400	CAPITOL SALES COMPANY, INC. 3110 NEIL ARMSTRONG BLVD. EAGAN, MN 55121-2234	Unsecured	g	\$4,660.03	\$0.00	\$4,660.03
00016 400 400	COMPUTER TECH, INC. %DWIGHT DONALDSON, ESQ. 10497 TOWN & COUNTRY WAY SUITE 855 HOUSTON, TX 77024	Unsecured	g	\$70,239.78	\$0.00	\$70,239.78
00017 400 400	OVERSEAS CONNECTION INC. C/O BARRY S. PARKER 10880 WILSHIRE BLVD., SUITE 1050 LOS ANGELES, CA 90024	Unsecured	g	\$27,304.14	\$0.00	\$27,304.14
00018 400 400	BUSCHEMEYER SILVER EXCHANGE % CARL L. CUDWORTH HYTKEN & MOSHER, L.L.P. 16950 DALLAS PARKWAY, SUITE 1000 DALLAS, TX 75248-1937	Unsecured	g	\$2,006.00	\$0.00	\$2,006.00
00019 400 400	AMERICAN EXPRESS TRAVEL RELATED S C/O BECKET & LEE LLP P.O. BOX 3001, DEPT. U MALVERN, PA 19355-0701	Unsecured	g	\$31,530.77	\$0.00	\$31,530.77
00020 400 400	MIKE'S CAMERAS, INC. C/O HOLLAND O'NEIL GARDERE & WYNNE 1601 ELM ST., STE 3000 DALLAS, TX 75201	Unsecured	g	\$156,240.74	\$0.00	\$156,240.74

EXHIBIT A
ANALYSIS OF CLAIMS REGISTER

Case Number: 96-40582

Page 3

Date: April 28, 2000

Debtor Name: Incentive Services & Products

Claim Class Sequence

Code #	Creditor Name & Address	Claim Class	Notes	Amount Allowed	Paid to Date	Claim Balance
00021 400 400	SOUND CITY, INC. C/O RAY WALKER 7502 GREENVILLE AVE STE 320 DALLAS TX 75231	Unsecured	g	\$18,374.50	\$0.00	\$18,374.50
00022 400 400	ELIZABETH AND JOHN JOHNSTON C/O P. DAVID HICKS BEST & ASSOCIATES 4403 N. CENTRAL EXPWY DALLAS, TX 75205	Unsecured	Order disallowing	\$0.00	\$0.00	\$0.00
00023A 400 400	DEPARTMENT OF THE TREASURY/IRS 1100 COMMERCE ST., RM. 9A20 STOP 5026 DAL DALLAS, TX 75242	Unsecured	g	\$17,253.25	\$0.00	\$17,253.25
00024 400 400	NIEL TUCKER ATTRONICA COMPUTERS, INC. 15867 GAITHER DR. GAITHERSBURG, MD 20877	Unsecured	g	\$43,020.50	\$0.00	\$43,020.50
00025 400 400	MICROAGE COMPUTER CENTERS, INC. 2400 SOUTH MICROAGE WAY TEMPE, AZ 85282-1896 ATTN: LEGAL DEPARTMENT	Unsecured	g	\$26,665.00	\$0.00	\$26,665.00
00026 400 400	SEIKO CORPORATION OF AMERICA D/B/A SEIKO TIME & PULSAR TIME 1111 MACARTHUR BLVD. MAHWAH, NJ 07430	Unsecured	g	\$3,818.78	\$0.00	\$3,818.78
00027 400 400	PIONEER ELECTRONICS, INC. C/O INTERCONTINENTAL FINANCIAL SV 330 WASHINGTON BLVD., #610 MARINA DEL REY, CA 90292	Unsecured	g	\$17,257.77	\$0.00	\$17,257.77
00028 400 400	ANDRES & KURTH LLP 600 TRAVIS, SUITE 4200 HOUSTON, TX 77002 ATTN: LOURIE HUNTER	Unsecured	g	\$9,363.22	\$0.00	\$9,363.22
00029 400 400	DOLPHIN COVE DIST. INC. C/O GOLDBERT & ALEXANDER 5924 ROYAL LANE, SUITE 250 DALLAS, TX 75230	Unsecured	g	\$3,364.73	\$0.00	\$3,364.73
00030 400 400	ADVANCE IMAGE SYSTEMS C/O GOLDBERT & ALEXANDER 5924 ROYAL LANE, SUITE 250 DALLS, TX 75230	Unsecured	g	\$5,181.32	\$0.00	\$5,181.32
00031 400 400	RIGHT-O-WAY DFW C/O GOLDBERG & ALEXANDER 5924 ROYAL LANE, SUITE 250 DALLAS, TX 75230	Unsecured	g	\$5,097.09	\$0.00	\$5,097.09
00032 400 400	EUREKA MANUFACTURING C/O GOLDBERG & ALEXNADER 5924 ROYAL LANE, SUITE 250 DALLAS, TX 75230	Unsecured	g	\$839.00	\$0.00	\$839.00
00033 400 400	GEMINI C/O GOLDBERG & ALEXANDER 5924 ROYAL LANE, SUITE 250 DALLAS, TX 75230	Unsecured	g	\$4,208.51	\$0.00	\$4,208.51

EXHIBIT A
ANALYSIS OF CLAIMS REGISTER

Case Number: 96-40582

Page 4

Date: April 28, 2000

Debtor Name: Incentive Services & Products

Claim Class Sequence

Code #	Creditor Name & Address	Claim Class	Notes	Amount Allowed	Paid to Date	Claim Balance
00034 400 400	NACHT, BERNARD & CO., INC. C/O THE JEWELERS BOARD OF TRADE PO BOX 6928 PROVIDENCE, RI 02940	Unsecured	g	\$19,186.00	\$0.00	\$19,186.00
00035 400 400	MSC INDUSTRIAL SUPPLY CO. C/O GOLDBERG & ALEXANDER 5924 ROYAL LANE, SUITE 250 DALLAS, TX 75230	Unsecured	g	\$3,206.64	\$0.00	\$3,206.64
00036 400 400	PROVANTAGE CORP. 7249 WHIPPLE AVE., NW N. CANTON, OH 44720	Unsecured	g	\$10,704.44	\$0.00	\$10,704.44
00037 400 400	WHIRLPOOL CORPORATION PO BOX 36000 KNOXVILLE, TN 37930 ATTN: TRACY BROWN	Unsecured	g	\$9,504.62	\$0.00	\$9,504.62
00038 400 400	A-1 SERVICE SPECIALIST C/O BRENDA STOVALL 2221-A E. DIVISION ARLINGTON, TX 76011	Unsecured	g	\$5,530.75	\$0.00	\$5,530.75
00039A 400 400	DEPARTMENT OF THE TREASURY/IRS 1100 COMMERCE ST., ROOM 9A20 STOP 5029 DAL DALLAS, TX 75242	Unsecured	Order disallowing	\$0.00	\$0.00	\$0.00
00040 400 400	TEXAS COMPTROLLER OF PUBLIC ACCOU C/O OFFICE OF THE ATTORNEY GENERA COLLECTION DIVISION - BANKRUPTCY P. O. BOX 12548 AUSTIN, TX 78711-2548	Unsecured	Order disallowing	\$0.00	\$0.00	\$0.00
8 400 400	GAEDEKE HOLDINGS LIMITED C/O GEORGE H. BARBER LOCKE PURNELL RAIN HARRELL 2200 ROSS AVE., SUITE 2200 DALLAS, TX 75201-6776	Unsecured	Court order	\$77,524.52	\$0.00	\$77,524.52

Case Totals:

\$1,162,909.18

\$4,446.48

\$1,158,462.70

Code #: Trustee's Claim Number, Priority Code, Claim Type

Eastern District of Texas
CLAIMS REGISTER

11/04/99 Last Date to File Claims: 09/17/96 96-40582 drs Page 1
Last Date to File Claims for Governmental Unit: 12/16/96
Incentives Services & Products Replaceme

Name and Address of Claimant Amount of Claims Filed and Allowed Remarks

No: 1 Filed: 06/12/96 Filed Amt:
117.86 g

Sumner Group, Inc. dba
Datamax Office Systems
2121 Hampton Avenue
St. Louis, MO 63139

ok

No: 2 Filed: 06/17/96 Filed Amt:
2,344.54 g

Avis Rent a Car System, Inc.
229 Robinhood Rd.
Chesapeake, VA 23320

ok

No: 3 Filed: 06/19/96 Filed Amt:
16,715.08 g

Mountain West Distributors, Inc.
c/o James L. Baldwin, Jr., Esq.
Hutcheson & Grundy, LLP
901 Main St., Ste 6200
Dallas, TX 75202-3714

ok

No: 4 Filed: 06/26/96 Filed Amt:
9,160.97 g

Keif's Audio/Video, Inc.
P.O. Box 2 (66044)
2429 Iowa St.
Lawrence, KS 66046

ok

No: 5 Filed: 07/12/96 Filed Amt:
91.54 g

G. Neil Companies
P.O. Box 451179
Sunrise, FL 33345-1179

ok

No: 6 Filed: 07/19/96 Filed Amt:
175,643.30 g

Mitsubishi Electronics america, I
c/o John Cipriano, Esq.
800 Biermann Court
Mt. Prospect, IL 60056-2173

ok

No: 7 Filed: 07/26/96 Filed Amt:
34,570.95 g

Merisel, Inc.
% Tim Rhatigan, Esq.
Suite 340
16775 Addison Road
Dallas, TX 75248

ok

Eastern District of Texas
CLAIMS REGISTER

11/04/99 Last Date to File Claims: 09/17/96 96-40582 drs Page 2
Last Date to File Claims for Governmental Unit: 12/16/96
Incentives Services & Products Replaceme

Name and Address of Claimant	Amount of Claims Filed and Allowed	Remarks
No: 8 Filed: 07/25/96 Gaedeke Holdings Limited c/o George H. Barber Locke Purnell Rain Harrell 2200 Ross Ave., Suite 2200 Dallas, TX 75201-6776	Filed Amt: 77,524.52 g 6,349.00 s 83,873.52 Total	Objection - claim allowed as unretired only for 83,873.52
No: 9 Filed: 07/30/96 Dixie Shooters Supply c/o American Credit Indemnity 100 E. Pratt St., 5th Floor Baltimore, MD 21202	Filed Amt: 3,226.57 g	OK
No: 10 Filed: 08/07/96 B. A. Pargh Company, Inc. c/o John a. Daniel 900 Jackson St., Suite 750 Dallas, TX 75202	Filed Amt: 6,460.12 g	OK
No: 11 Filed: 08/26/96 Texas Comptroller of Public Accou c/o Office of the Attorney Genera Collection Division - Bankruptcy P. O. Box 12548 Austin, TX 78711-2548	Filed Amt: 10,226.79 t	Objection - claim disallowed
No: 12 Filed: 09/03/96 P. C. Specialists, Inc. c/o Donald R. Rector, Esq. Glast, Phillips & Murray, P.C. 13355 Noel Road, Suite 2200, L.B. Dallas, TX 75240-6657	Filed Amt: 190,463.54 g	OK
No: 13 Filed: 09/03/96 Premium Incentive Sales, Inc. 7108 S. Alton Way #1 Englewood, CO 80112	Filed Amt: 2,298.22 g	OK

Eastern District of Texas
CLAIMS REGISTER

11/04/99 Last Date to File Claims: 09/17/96 96-40582 drs Page 3
Last Date to File Claims for Governmental Unit: 12/16/96
Incentives Services & Products Replaceme

Name and Address of Claimant	Amount of Claims Filed and Allowed	Remarks
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No: 14 Filed: 09/03/96	Filed Amt: 2,089.50 g	
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Ellett Brothers, Inc.
P. O. Box 128
267 Columbia Ave.
Chapin, SC 29036

No: 15 Filed: 09/12/96	Filed Amt: 4,660.03 g	
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Capitol Sales Company, Inc.
3110 Neil Armstrong Blvd.
Eagan, MN 55121-2234

No: 16 Filed: 09/13/96	Filed Amt: 70,239.78 g	
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Computer Tech, Inc.
%Dwight Donaldson, Esq.
10497 Town & Country Way
Suite 855
Houston, TX 77024

No: 17 Filed: 09/13/96	Filed Amt: 27,304.14 g	
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Overseas Connection Inc.
c/o Barry S. Parker
10880 Wilshire BLvd., Suite 1050
Los Angeles, CA 90024

No: 18 Filed: 09/16/96	Filed Amt: 2,006.00 g	
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Buschemeyer Silver Exchange
% Carl L. Cudworth
Hytken & Mosher, L.L.P.
16950 Dallas Parkway, Suite 1000
Dallas, TX 75248-1937

No: 19 Filed: 09/23/96	Filed Amt: 31,530.77 g	
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American Express Travel Related S
c/o Becket & Lee LLP
P.O. Box 3001, Dept. U
Malvern, PA 19355-0701

Eastern District of Texas
CLAIMS REGISTER

11/04/99 Last Date to File Claims: 09/17/96 96-40582 drs Page 4
Last Date to File Claims for Governmental Unit: 12/16/96
Incentives Services & Products Replaceme

Name and Address of Claimant	Amount of Claims Filed and Allowed	Remarks
No: 20 Filed: 09/17/96 Mike's Cameras, Inc. c/o Holland O'Neil Gardere & Wynne 1601 Elm St., Ste 3000 Dallas, TX 75201	Filed Amt: 156,240.74 g	ok
No: 21 Filed: 10/01/96 Sound City, Inc. c/o Ray Walker 7502 Greenville Ave Ste 320 Dallas TX 75231	Filed Amt: 18,374.50 g	ok
No: 22 Filed: 12/16/96 Elizabeth and John Johnston c/o P. David Hicks Best & Associates 4403 N. Central Expwy Dallas, TX 75205	Filed Amt: 250,000.00 g	objection - claim disallowed
No: 23 Filed: 01/21/97 Department of the Treasury/IRS 1100 Commerce St., Rm. 9A20 Stop 5026 DAL Dallas, TX 75242	Filed Amt: 17,253.25 g 13,418.19 t 30,671.44 Total	ok
No: 24 Filed: 04/08/97 Niel Tucker Attronica Computers, Inc. 15867 Gaither Dr. Gaithersburg, MD 20877	Filed Amt: 43,020.50 g	ok
No: 25 Filed: 03/29/96 MicroAge Computer Centers, Inc. 2400 South MicroAge Way Tempe, AZ 85282-1896 Attn: Legal Department	Filed Amt: 26,665.00 g	ok

Eastern District of Texas
CLAIMS REGISTER

11/04/99 Last Date to File Claims: 09/17/96 96-40582 drs Page 5
Last Date to File Claims for Governmental Unit: 12/16/96
Incentives Services & Products Replaceme

Name and Address of Claimant	Amount of Claims Filed and Allowed	Remarks
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No: 26 Filed: 06/07/96	Filed Amt: 3,818.78 g	
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Seiko Corporation of America
d/b/a Seiko Time & Pulsar Time
1111 MacArthur blvd.
Mahwah, NJ 07430

No: 27 Filed: 06/03/96	Filed Amt: 17,257.77 g	
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Pioneer Electronics, Inc.
c/o Intercontinental Financial Sv
330 Washington Blvd., #610
Marina del Rey, CA 90292

No: 28 Filed: 05/31/96	Filed Amt: 9,363.22 g	
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Andres & Kurth LLP
600 Travis, Suite 4200
Houston, TX 77002
Attn: Lourie Hunter

No: 29 Filed: 05/16/96	Filed Amt: 3,364.73 g	
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Dolphin Cove Dist. Inc.
c/o Goldbert & Alexander
5924 Royal Lane, Suite 250
Dallas, TX 75230

No: 30 Filed: 05/16/96	Filed Amt: 5,181.32 g	
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Advance Image Systems
c/o Goldbert & Alexander
5924 Royal Lane, Suite 250
Dalls, Tx 75230

No: 31 Filed: 05/16/96	Filed Amt: 5,097.09 g	
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Richt-o-Way DFW
c/o Goldberg & Alexander
5924 Royal Lane, Suite 250
Dallas, Tx 75230

No: 32 Filed: 05/16/96	Filed Amt: 839.00 g	
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Eureka Manufacturing
c/o Goldberg & Alexnader
5924 Royal Lane, Suite 250
Dallas, Tx 75230

Eastern District of Texas
CLAIMS REGISTER

11/04/99 Last Date to File Claims: 09/17/96 96-40582 drs Page 6
Last Date to File Claims for Governmental Unit: 12/16/96
Incentives Services & Products Replaceme

Name and Address of Claimant	Amount of Claims Filed and Allowed	Remarks
No: 33 Filed: 05/16/96 Gemini c/o Goldberg & Alexander 5924 Royal Lane, Suite 250 Dallas, TX 75230	Filed Amt: 4,208.51 g	ok
No: 34 Filed: 05/13/96 Nacht, Bernard & Co., Inc. c/o The Jewelers Board of Trade PO Box 6928 Providence, RI 02940	Filed Amt: 19,186.00 g	ok
No: 35 Filed: 05/14/96 MSC Industrial Supply Co. c/o Goldberg & Alexander 5924 Royal Lane, Suite 250 Dallas, TX 75230	Filed Amt: 3,206.64 g	ok
No: 36 Filed: 05/08/96 Provantage Corp. 7249 Whipple Ave., NW N. Canton, OH 44720	Filed Amt: 10,704.44 g	ok
No: 37 Filed: 05/03/96 Whirlpool Corporation PO Box 36000 Knoxville, TN 37930 Attn: Tracy Brown	Filed Amt: 9,504.62 g	ok
No: 38 Filed: 04/30/96 A-1 Service Specialist c/o Brenda Stovall 2221-A E. Division Arlington, TX 76011	Filed Amt: 5,530.75 g	ok
No: 39 Filed: 05/14/97 Department of the Treasury/IRS 1100 Commerce St., Room 9A20 Stop 5029 DAL Dallas, TX 75242	Filed Amt: 109.10 g 2,441.89 t 2,550.99 Total	object to - from disallowed

Eastern District of Texas
CLAIMS REGISTER

11/04/99 Last Date to File Claims: 09/17/96 96-40582 drs Page 7
Last Date to File Claims for Governmental Unit: 12/16/96
Incentives Services & Products Replaceme

Name and Address of Claimant	Amount of Claims Filed and Allowed	Remarks
No: 40 Filed: 08/13/97 Texas Comptroller of Public Accou c/o Office of the Attorney Genera Collection Division - Bankruptcy P. O. Box 12548 Austin, TX 78711-2548	Filed Amt: 1,019,037.23 g	Amended by 41 <i>objection - claim disallowed</i>
No: 41 Filed: 05/01/98 Texas Comptroller of Public Accou c/o Office of the Attorney Genera Collection Division - Bankruptcy P. O. Box 12548 Austin, TX 78711-2548	Filed Amt: 129,780.22 o	Amendment of 40 TX State Tax Lien <i>objection - allowed as priority claim only</i>

FILED
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF TX

2000 JAN 18 PM 1:03

THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION

CLERK, U.S. BANKRUPTCY
COURT
BY mh DEPUTY

IN RE: §
INCENTIVE SERVICES & PRODUCTS §
REPLACEMENT CORPORATION §
f/k/a RECLAIM, INC. §
DEBTOR. §

CASE NO. 96-40582-DRS
Chapter 7

ORDER REGARDING THE CLAIM OF EOD JAN 18 '00
TEXAS COMPTROLLER OF PUBLIC ACCOUNTS
CLAIM #41

Came on for consideration the Objection to the Claim of Texas Comptroller of Public
Accounts, Claim #41, filed by the Trustee. For cause shown, it is hereby

ORDERED that claim #41 filed by Texas Comptroller of Public Accounts filed in the
amount of \$129,780.22 is allowed as an unsecured priority claim only.

DATED: January 18, 2000

Donald R. Sharp

Hon. Donald R. Sharp
U. S. Bankruptcy Judge

FILED
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF TX

2000 JAN 18 PM 1:03

THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION

CLERK, U.S. BANKRUPTCY
COURT

BY Smh DEPUTY

IN RE:
INCENTIVE SERVICES & PRODUCTS
REPLACEMENT CORPORATION
f/k/a RECLAIM, INC.
DEBTOR.

§
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CASE NO. 96-40582-DRS
Chapter 7

ORDER REGARDING THE CLAIM OF
TEXAS COMPTROLLER OF PUBLIC ACCOUNTS
CLAIM #40

EOD JAN 18 '00

Came on for consideration the Objection to the Claim of Texas Comptroller of Public
Accounts, Claim #40, filed by the Trustee. For cause shown, it is hereby

ORDERED that claim #40 filed by Texas Comptroller of Public Accounts filed in the
amount of \$1,019,037.23 is disallowed in full.

DATED: January 18, 2000

Donald R. Sharp

Hon. Donald R. Sharp
U. S. Bankruptcy Judge

FILED
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF TX

THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION

2000 JAN 18 PH 1:03
CLERK, U.S. BANKRUPTCY
COURT

IN RE: §
INCENTIVE SERVICES & PRODUCTS §
REPLACEMENT CORPORATION §
f/k/a RECLAIM, INC. §
DEBTOR. §

BY Whe DEPUTY
CASE NO. 96-40582-DRS
Chapter 7

ORDER REGARDING THE CLAIM OF
DEPARTMENT OF THE TREASURY/IRS
CLAIM #39

EOD JAN 18 '00

Came on for consideration the Objection to the Claim of Department of the Treasury/IRS,
Claim #39, filed by the Trustee. For cause shown, it is hereby

ORDERED that claim #39 filed by Department of the Treasury/IRS filed in the amount of
\$2,550.99 is disallowed in full.

DATED: January 18, 2000

Donald R. Sharp

Hon. Donald R. Sharp
U. S. Bankruptcy Judge

FILED
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF TX

THE UNITED STATES BANKRUPTCY COURT 2000 JAN 18 PM 1:03
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION

CLERK, U.S. BANKRUPTCY
COURT

BY mh DEPUTY

CASE NO. 96-40582-DRS
Chapter 7

IN RE: §
INCENTIVE SERVICES & PRODUCTS §
REPLACEMENT CORPORATION §
f/k/a RECLAIM, INC. §
DEBTOR. §

ORDER REGARDING THE CLAIM OF
ELIZABETH AND JOHN JOHNSTON
CLAIM #22

EOD JAN 18 '00

Came on for consideration the Objection to the Claim of Elizabeth and John Johnston, Claim
#22, filed by the Trustee. For cause shown, it is hereby

ORDERED that claim #22 filed by Elizabeth and John Johnston in the amount of
\$250,000.00 is disallowed in full.

DATED: January 18, 2000

Donald R. Sharp

Hon. Donald R. Sharp
U. S. Bankruptcy Judge

52

FILED
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF TX

THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION

2000 JAN 18 PM 1:03

CLERK, U.S. BANKRUPTCY
COURT

BY: *[Signature]* DEPUTY

CASE NO. 96-40582-DRS

Chapter 7

IN RE: §
INCENTIVE SERVICES & PRODUCTS §
REPLACEMENT CORPORATION §
f/k/a RECLAIM, INC. §
DEBTOR. §

ORDER REGARDING THE CLAIM OF
TEXAS COMPTROLLER OF PUBLIC ACCOUNTS
CLAIM #11

EOD JAN 18 '00

Came on for consideration the Objection to the Claim of Texas Comptroller of Public
Accounts, Claim #11, filed by the Trustee. For cause shown, it is hereby

ORDERED that claim #11 filed by Texas Comptroller of Public Accounts in the amount of
\$10,226.79 is disallowed in full.

DATED: January 18, 2000

Donald R. Sharp

Hon. Donald R. Sharp
U. S. Bankruptcy Judge

THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION

FILED
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF TX

2000 JAN 18 PM 1:03

CLERK, U.S. BANKRUPTCY
COURT

BY mh DEPUTY

IN RE: §
INCENTIVE SERVICES & PRODUCTS §
REPLACEMENT CORPORATION §
f/k/a RECLAIM, INC. §
DEBTOR. §

CASE NO. 96-40582-DRS
Chapter 7

ORDER REGARDING THE CLAIM OF
GAEDEKE HOLDILNGS LIMITED
CLAIM #8

EOD JAN 18 '00

Came on for consideration the Objection to the Claim of Gaedeke Holdings Limited, Claim #8, filed by the Trustee. For cause shown, it is hereby

ORDERED that secured claim #8 filed by Gaedeke Holdings Limited filed in the amount of \$83,873.52 is allowed only as a general unsecured claim in the amount of \$77,524.52.

DATED: January 18, 2000

Donald R. Sharp

Hon. Donald R. Sharp
U. S. Bankruptcy Judge

IN THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION

FILED
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF TX

00 MAR 31 PM 3:57

CLERK, U.S. BANKRUPTCY
COURT

CASE NO. 96-40582-DRS
BY Chapter 7 DEPUTY

IN RE: §
INCENTIVE SERVICES & PRODUCTS §
REPLACEMENT CORPORATION §
f/k/a RECLAIM, INC. §
§
DEBTOR. §

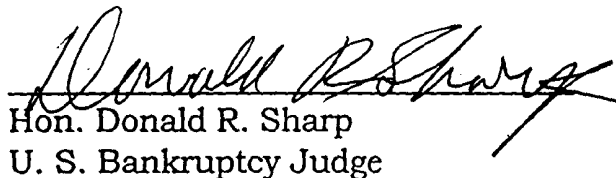
EOD APR 03 '00

ORDER APPROVING
FIRST AND FINAL APPLICATION OF TRUSTEE'S ACCOUNTANT
FOR PAYMENT OF FEES AND REIMBURSEMENT OF EXPENSES

Came on to be heard the Trustee's First and Final Application of Trustee's Accountant for Payment of Fees and Reimbursement of Expenses and, after appropriate notice and opportunity for hearing, the Court finds the Application should be approved. Therefore, it is

ORDERED that Terry Mulloy is awarded fees of \$540.00 and expenses of \$70.00.

DATED: March 31, 2000


Hon. Donald R. Sharp
U. S. Bankruptcy Judge

IN THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION

FILED
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF TX

00 MAR 31 PM 3:57

IN RE: §
INCENTIVE SERVICES & PRODUCTS §
REPLACEMENT CORPORATION §
f/k/a RECLAIM, INC. §
DEBTOR. §

CLERK, U.S. BANKRUPTCY
COURT
CASE NO. 96-40582-DRS
BY Chapter 7 DEPUTY

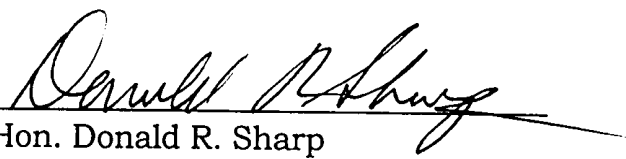
EOD APR 03 '00

ORDER APPROVING
FIRST AND FINAL APPLICATION OF TRUSTEE'S COUNSEL
FOR PAYMENT OF FEES AND REIMBURSEMENT OF EXPENSES

Came on to be heard the Trustee's First and Final Application of Trustee's Counsel for Payment of Fees and Reimbursement of Expenses and, after appropriate notice and opportunity for hearing, the Court finds the Application should be approved. Therefore, it is

ORDERED that Creel & Atwood (including Mark A. Weisbart) are awarded fees of \$3,000.00 and expenses of \$836.48.

DATED: March 31, 2000


Hon. Donald R. Sharp
U. S. Bankruptcy Judge

**UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

IN RE:	§	
INCENTIVE SERVICES & PRODUCTS REPLACEMENT	§	
CORP. f/k/a RECLAIM, INC.,	§	CASE NO. 96-40582- DRS
	§	CHAPTER 7
DEBTOR.	§	

TRUSTEE'S REPORT OF PROPOSED FINAL DISTRIBUTIONS

The undersigned Trustee of the estate hereby submits to the Court and to the United States Trustee this Report of Proposed Final Distributions.

1. The Court has entered orders which have become final, and which dispose of all objections to claims, all objections to the Trustee's Final Report, all Applications for Compensation, and all other matters which must be determined by the Court before final distribution can be made.
2. The Trustee proposes to make final distribution of the funds of the estate as follows, and will make such distribution unless written objection thereto is made, filed and served on the Trustee and on the United States Trustee.

1.	BALANCE ON HAND	\$11,005.44
2.	ADMINISTRATIVE EXPENSES TO BE PAID *(NOTE)	\$2,598.29
3.	SECURED CLAIMS TO BE PAID *(NOTE)	\$0.00
4.	PRIORITY CLAIMS TO BE PAID *(NOTE)	\$8,407.15
5.	UNSECURED CLAIMS TO BE PAID *(NOTE)	\$0.00
6.	OTHER DISTRIBUTIONS TO BE PAID *(NOTE)	\$0.00
7.	TOTAL DISTRIBUTIONS TO BE MADE (SUM OF LINES 2 THROUGH 6)	\$11,005.44
8.	ZERO BALANCE AFTER ALL DISTRIBUTIONS (LINE 1 LESS LINE 7)	\$0.00

*(SEE ATTACHED SCHEDULE OF PAYEES AND AMOUNTS)

Date: Apr. 127, 2000.



MARK A. WEISBART, CHAPTER 7 TRUSTEE

PROPOSED DISTRIBUTION

Case Number: 96-40582

Page 1

Date: April 28, 2000

Debtor Name: Incentive Services & Products \ Replacement Corp. fka Reclaim, Inc.

Claim #	Payee Name	Class	Priority	Amount	Paid to Date	Claim Balance	Proposed Pymt	Funds Remaining
Beginning Balance								\$11,005.44
	Mark A. Weisbart, Trustee - Fees COMPENSATION	Admin		\$2,295.19	\$0.00	\$2,295.19	\$2,295.19	\$8,710.25
	Mark A. Weisbart, Trustee - Exp EXPENSES	Admin		\$303.10	\$0.00	\$303.10	\$303.10	\$8,407.15
0	Mulloy & Co.	Admin	221	\$610.00	\$610.00	\$0.00	\$0.00	\$8,407.15
0	Mark A. Weisbart	Admin	221	\$3,836.48	\$3,836.48	\$0.00	\$0.00	\$8,407.15
00023B	DEPARTMENT OF THE TREASURY/IRS	Priority	350	\$13,418.19	\$0.00	\$13,418.19	\$787.78	\$7,619.37
00041	TEXAS COMPTROLLER OF PUBLIC ACCOU	Priority	350	\$129,780.22	\$0.00	\$129,780.22	\$7,619.37	\$0.00
00001	SUMNER GROUP, INC. DBA	Unsec	400	\$117.86	\$0.00	\$117.86	\$0.00	\$0.00
00002	AVIS RENT A CAR SYSTEM, INC.	Unsec	400	\$2,344.54	\$0.00	\$2,344.54	\$0.00	\$0.00
00003	MOUNTAIN WEST DISTRIBUTORS, INC.	Unsec	400	\$16,715.08	\$0.00	\$16,715.08	\$0.00	\$0.00
00004	KEIF'S AUDIO/VIDEO, INC.	Unsec	400	\$9,160.97	\$0.00	\$9,160.97	\$0.00	\$0.00
00005	G. NEIL COMPANIES	Unsec	400	\$91.54	\$0.00	\$91.54	\$0.00	\$0.00
00006	MITSUBISHI ELECTRONICS AMERICA, I	Unsec	400	\$175,643.30	\$0.00	\$175,643.30	\$0.00	\$0.00
00007	MERISEL, INC.	Unsec	400	\$34,570.95	\$0.00	\$34,570.95	\$0.00	\$0.00
00009	DIXIE SHOOTERS SUPPLY	Unsec	400	\$3,226.57	\$0.00	\$3,226.57	\$0.00	\$0.00
00010	B. A. PARGH COMPANY, INC.	Unsec	400	\$6,460.12	\$0.00	\$6,460.12	\$0.00	\$0.00
00012	P. C. SPECIALISTS, INC.	Unsec	400	\$190,463.54	\$0.00	\$190,463.54	\$0.00	\$0.00
00013	PREMIUM INCENTIVE SALES, INC.	Unsec	400	\$2,298.22	\$0.00	\$2,298.22	\$0.00	\$0.00
00014	ELLETT BROTHERS, INC.	Unsec	400	\$2,089.50	\$0.00	\$2,089.50	\$0.00	\$0.00
00015	CAPITOL SALES COMPANY, INC.	Unsec	400	\$4,660.03	\$0.00	\$4,660.03	\$0.00	\$0.00

PROPOSED DISTRIBUTION

Case Number: 96-40582

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Date: April 28, 2000

Debtor Name: Incentive Services & Products \ Replacement Corp. fka Reclaim, Inc.

Claim #	Payee Name	Class	Priority	Amount	Paid to Date	Claim Balance	Proposed Pymt	Funds Remaining
00016	COMPUTER TECH, INC.	Unsec	400	\$70,239.78	\$0.00	\$70,239.78	\$0.00	\$0.00
00017	OVERSEAS CONNECTION INC.	Unsec	400	\$27,304.14	\$0.00	\$27,304.14	\$0.00	\$0.00
00018	BUSCHEMEYER SILVER EXCHANGE	Unsec	400	\$2,006.00	\$0.00	\$2,006.00	\$0.00	\$0.00
00019	AMERICAN EXPRESS TRAVEL RELATED S	Unsec	400	\$31,530.77	\$0.00	\$31,530.77	\$0.00	\$0.00
00020	MIKE'S CAMERAS, INC.	Unsec	400	\$156,240.74	\$0.00	\$156,240.74	\$0.00	\$0.00
00021	SOUND CITY, INC.	Unsec	400	\$18,374.50	\$0.00	\$18,374.50	\$0.00	\$0.00
00023A	DEPARTMENT OF THE TREASURY/IRS	Unsec	400	\$17,253.25	\$0.00	\$17,253.25	\$0.00	\$0.00
00024	NIEL TUCKER	Unsec	400	\$43,020.50	\$0.00	\$43,020.50	\$0.00	\$0.00
00025	MICROAGE COMPUTER CENTERS, INC.	Unsec	400	\$26,665.00	\$0.00	\$26,665.00	\$0.00	\$0.00
00026	SEIKO CORPORATION OF AMERICA	Unsec	400	\$3,818.78	\$0.00	\$3,818.78	\$0.00	\$0.00
00027	PIONEER ELECTRONICS, INC.	Unsec	400	\$17,257.77	\$0.00	\$17,257.77	\$0.00	\$0.00
00028	ANDRES & KURTH LLP	Unsec	400	\$9,363.22	\$0.00	\$9,363.22	\$0.00	\$0.00
00029	DOLPHIN COVE DIST. INC.	Unsec	400	\$3,364.73	\$0.00	\$3,364.73	\$0.00	\$0.00
00030	ADVANCE IMAGE SYSTEMS	Unsec	400	\$5,181.32	\$0.00	\$5,181.32	\$0.00	\$0.00
00031	RIGHT-O-WAY DFW	Unsec	400	\$5,097.09	\$0.00	\$5,097.09	\$0.00	\$0.00
00032	EUREKA MANUFACTURING	Unsec	400	\$839.00	\$0.00	\$839.00	\$0.00	\$0.00
00033	GEMINI	Unsec	400	\$4,208.51	\$0.00	\$4,208.51	\$0.00	\$0.00
00034	NACHT, BERNARD & CO., IINC.	Unsec	400	\$19,186.00	\$0.00	\$19,186.00	\$0.00	\$0.00
00035	MSC INDUSTRIAL SUPPLY CO.	Unsec	400	\$3,206.64	\$0.00	\$3,206.64	\$0.00	\$0.00

PROPOSED DISTRIBUTION

Case Number: 96-40582

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Date: April 28, 2000

Debtor Name: Incentive Services & Products \ Replacement Corp. fka Reclaim, Inc.

Claim #	Payee Name	Class	Priority	Amount	Paid to Date	Claim Balance	Proposed Pymt	Funds Remaining
00036	PROVANTAGE CORP.	Unsec	400	\$10,704.44	\$0.00	\$10,704.44	\$0.00	\$0.00
00037	WHIRLPOOL CORPORATION	Unsec	400	\$9,504.62	\$0.00	\$9,504.62	\$0.00	\$0.00
00038	A-1 SERVICE SPECIALIST	Unsec	400	\$5,530.75	\$0.00	\$5,530.75	\$0.00	\$0.00
8	GAEDEKE HOLDINGS LIMITED	Unsec	400	\$77,524.52	\$0.00	\$77,524.52	\$0.00	\$0.00
<< Totals >>				\$1,165,507.47	\$4,446.48	\$1,161,060.99	\$11,005.44	\$0.00

Proposed distribution is dependent on the Court's rulings on administrative expenses, contest of claims, and/or objections made to this proposed distribution.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION

IN RE: INCENTIVE SERVICES & / BANKRUPTCY CASE: 96-40582
PRODUCTS REPLACEMENT CORP /
/ CHAPTER 7

**NOTICE OF FILING OF FINAL REPORT OF TRUSTEE.
APPLICATION FOR COMPENSATION AND PROPOSED DISTRIBUTIONS**

NOTICE IS GIVEN that the Trustee's Final Report and Account, report of Proposed Final Distribution and Applications for Compensation have been filed. These documents are available for public inspection at the office of the Bankruptcy Clerk, 200 E. Ferguson, Tyler, Texas 75702, or at the trustee's office whose name and address is as follows:

MARK WEISBART 5950 SHERRY LANE SUITE 222 DALLAS, TX 75225

The following Applications for Compensation have been filed:

<u>Applicants</u>	<u>Fees Requested</u>	<u>Expenses Requested</u>
<u>MARK WEISBART</u> Trustee	<u>2295.19</u>	<u>303.10</u>
<u>Attorney for Trustee</u>	<u> </u>	<u> </u>
<u>U. S. Bankruptcy Court</u>	<u>0.00</u>	<u> </u>

The trustee's account shows:

Total Receipts	Total Disbursements	Balance
<u>\$ 15451.92</u>	<u>\$ 4446.48</u>	<u>\$ 11005.44</u>

In addition to the commissions and fees that may be allowed by the Court, liens and priority claims which must be paid in advance of general creditors have been allowed in the total amount of \$ 143198.41 ; general unsecured claims have been allowed in the amount of \$ 1015264.29 .
The debtor has/has not been discharged.

Written objections to the Final Report, Application for Compensation and/or proposed Distributions must be filed with the Clerk of the Court and served on the trustee at the above mentioned address within 30 days from the date of this notice. If no objections are filed, the Court may consider the Report and Applications without hearing. If objections are filed, a hearing will be held on _____

at _____ .

Date: _____

JAMES D. TOKOPH, Clerk of Court

By: _____
Deputy Clerk

**UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

IN RE	§	
Incentive Services & Products	§	
Replacement Corp. fka Reclaim, Inc.	§	CASE NO. 96-40582-DRS
	§	CHAPTER 7
DEBTOR(S).	§	

**ORDER APPROVING TRUSTEE'S FINAL REPORT
AND ALLOWING COMPENSATION**

The Trustee has filed a Final Report along with Applications for Compensation and a Report of Proposed Distribution. Notice of the filing of such Final Report and Applications were given to the creditors in this proceeding and any objections, if filed, have been resolved. After having reviewed said Final Report and Applications, it hereby ordered that the Final Report is approved and trustee is authorized to make disbursements with his Report of Proposed Distribution and as described below:

1. Mark A. Weisbart, Trustee, is allowed compensation of \$2,295.19, of which \$0.00 has previously been paid.
2. Mark A. Weisbart, Trustee, is allowed reimbursement of \$303.10, of which \$0.00 has previously been paid.

Date: _____

HONORABLE Donald R. Sharp
UNITED STATES BANKRUPTCY JUDGE